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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: INTERNATIONAL CLOTHING INDUSTRIES, INC.

AUDIT NUMBER.....H97000021277

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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ARTICLES OF INCORPORATION

OF

INTERNATIONAL CLOTHING INDUSTRIES, INC.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: **INTERNATIONAL CLOTHING INDUSTRIES, INC.**

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of this Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of Stock of this Corporation shall consist of only one class. The number of shares of Stock that this Corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of Common Stock having a par value of \$1.00 per share.

Jerome S. Levin, Esq.
Levin and Tannenbaum, P.A.
1680 Fruitville Road, Suite 102
Sarasota, Florida 34236
Phone: (941) 316-0111
Florida Bar Number 213594

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ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

1680 Fruitville Road
Suite 102
Sarasota, Florida 34236

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 1680 Fruitville Road, Suite 102, Sarasota, Florida 34236, and the registered agent at such office is Jerome S. Levin, Esq.

ARTICLE VII - DIRECTORS

This Corporation shall have one (1) director initially. The number of Directors may be modified from time to time by by-laws adopted by the Shareholders. The name and street address of the sole member of the first Board of Directors are:

Peter Szakacs
605 Waterside Way
Sarasota, Florida 34242

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the shareholders and approved at a Shareholders Meeting by a majority of the Stock entitled to vote thereon.

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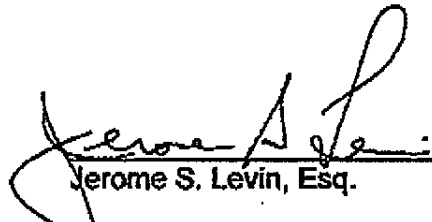
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ARTICLE IX - INCORPORATORS

The name and street address of the Incorporator to these Articles of Incorporation is as follows:

Jerome S. Levin, Esq.
1680 Fruitville Road, Suite 102
Sarasota, Florida 34236

The undersigned executed these Articles of Incorporation this 29th day of December, 1997.




Jerome S. Levin, Esq.
"INCORPORATOR"

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Having been named Registered Agent to accept service of process for **INTERNATIONAL CLOTHING INDUSTRIES, INC.** at the registered office designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Jerome S. Levin, Esq.
Registered Agent

Date: December 29, 1997

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TALLAHASSEE, FLORIDA

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